

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11
:
DELPHI CORPORATION, et al, : Case No.: 04-55581 (RDD)
:
Debtors. : (Jointly Administered)
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MOTION FOR ADEQUATE PROTECTION

NOW COMES Dane Systems LLC (“Dane”), through its attorneys, Warner Norcross & Judd LLP and Duane Morris LLP, and moves the Court for adequate protection as follows:

1. Prior to the commencement of their Chapter 11 cases, Debtors engaged Dane to retool and retrofit a riveting machine, referred to as an Orbitform dial index machine (the “Machine”).
2. Dane refitted the Machine and invoiced Debtor for the work performed. See Invoice attached as **Exhibit A**.
3. Dane perfected its interest in the Machine under the Michigan Special Tools Lien Act, MCL 570.541 et seq., by filing a financing statement on or about August 31, 2005. See Financing Statement attached as **Exhibit B**.
4. Dane has a pre-petition claim against Debtor in the amount of \$152,270.00, which represents the balance owed by Debtors to Dane for the Machine.
5. On October 8, 2005, Debtors filed petitions for relief under Chapter 11 of the Bankruptcy Code, 11 U.S.C. §§101-1330, in the United States Bankruptcy Court for the Southern District of New York.

6. Dane is a secured creditor of the Debtors pursuant to its first-priority statutory lien against the Machine.

7. Debtors have defaulted on their obligations to make payment for the Machine and otherwise are not providing adequate protection with respect to Dane's interest in the Machine.

8. Dane's interest in the Machine continues to depreciate due to Debtors' use of the Machine and the limited useful life expectancy of the Machine.

9. Pursuant to Section 361 of the Bankruptcy Code, 11 U.S.C. §§ 361, Dane seeks adequate protection to protect its interest in the Machine from decreasing in value from the Debtors' continued use of such Machine.

WHEREFORE, Dane respectfully requests that it be granted adequate protection with respect to its interest in the Machine sufficient to cover any diminution in value of the Machine, and that Dane be given such other and further relief as this Court shall deem just and proper.

DUANE MORRIS LLP

Dated: April 20, 2006

By: /s/ Joseph H. Lemkin
Joseph H. Lemkin
744 Broad Street, Suite 1200
Newark, New Jersey 07102-3889
(973) 424-2010
Attorneys for Dane Systems, Inc.

and

WARNER NORCROSS & JUDD LLP
Michael O'Neal (P66247)
900 Fifth Third Center
111 Lyon Street, N.W.
Grand Rapids, Michigan 49503
(616) 752-2413
Attorneys for Dane Systems LLC